

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

<p>IN RE:</p> <p>LEHMAN BROTHERS HOLDINGS INC., et al.,</p> <p style="text-align: right;"><i>Debtors.</i></p>	<p style="text-align: center;">CHAPTER 11</p> <p style="text-align: center;">CASE NO. 08-13555 (SCC)</p>
<p>MOORE MACRO FUND, LP, MOORE MACRO MARKETS FUND (MASTER), LP, SJL MOORE, LTD., JR MOORE, LP, LM MOORE LP, MF MOORE LP (formerly MOORE GLOBAL FIXED INCOME FUND (MASTER) LP), MOORE GLOBAL INVESTMENTS, LTD., MOORE EMERGING MARKETS FUND (MASTER) LP, MOORE CAPITAL ADVISORS, L.L.C., and TRADE PROCESS CORPORATION,</p> <p style="text-align: right;"><i>Plaintiffs,</i></p> <p style="text-align: center;"><i>-against-</i></p> <p>LEHMAN BROTHERS HOLDINGS INC., LEHMAN BROTHERS SPECIAL FINANCING INC., and LEHMAN BROTHERS COMMERCIAL CORPORATION,</p> <p style="text-align: right;"><i>Defendants.</i></p>	<p style="text-align: center;">ADVERSARY PROCEEDING NO: 14-02021 (SCC)</p> <p style="text-align: center;">DECLARATION OF ERIK S. GROOTHUIS IN SUPPORT OF MOTION TO WITHDRAW THE REFERENCE</p>

ERIK S. GROOTHUIS declares as follows, pursuant to 28 U.S.C. § 1746:

1. I am a member of Schlam Stone & Dolan LLP, co-counsel with Teigland-Hunt LLP, for Plaintiffs Moore Macro Fund, LP, Moore Macro Markets Fund (Master), LP, SJL Moore, Ltd., JR Moore, LP, LM Moore LP, MF Moore LP (formerly Moore Global Fixed Income Fund (Master) LP), Moore Global Investments, Ltd., Moore Emerging Markets Fund (Master) LP, Moore Capital Advisors, L.L.C., and Trade Process Corporation (collectively, “Plaintiffs”), and am familiar with the facts of this case. I submit this declaration in support of Plaintiffs’ motion to withdraw the reference to the Bankruptcy Court in this matter, pursuant to

28 U.S.C. § 157(d), Rule 5011 of the Federal Rules of Bankruptcy Procedure, and Rule 5011-1 of the Local Rules of the Bankruptcy Court.

2. Unless otherwise specified, the matters stated herein are based upon my personal knowledge, as well as review of my files.

3. Attached hereto as Exhibit 1 is a true and copy of Plaintiffs' Adversary Complaint.

4. Attached hereto as Exhibit 2 is a true and correct copy of a September 2010, tolling agreement, drafted by Defendants' counsel, and entered into by all the Plaintiffs (except Trade Process Corporation) as well as defendants Lehman Brothers Holding Inc. ("LBHI"), Lehman Brothers Special Financing, Inc. ("LBSF"), and Lehman Brothers Commercial Corporation ("LBCC"), among other Debtors.

5. Attached hereto as Exhibit 3 is a true and correct copy of a May 19, 2014, e-mail from George Cahill, an LBHI representative, to Plaintiffs attaching a new proposed tolling agreement and asking Plaintiffs to agree to toll the applicable limitations periods for potential claims that defendants LBSF and LBCC might assert against Plaintiffs.

6. Attached hereto as Exhibit 4 is a true and correct copy of a May 27, 2014, e-mail from George Cahill, an LBHI representative, responding to Plaintiffs' counsel's questions as to

why a new tolling agreement was required and why particular entities were included, in which the LBHI representative responded:

The short answers are that (i) the existing tolling agreement only tolls the period for avoidance actions (and their 2-year statute of limitations) while the complaint we would file would contain other causes of action (which have 6-year statutes of limitations) and (ii) I didn't want to miss any of the disputed derivative contracts, so I tried to cover them all regardless of which party owed a payment.

Dated: New York, New York
July 3, 2014

/s/
ERIK GROOTHUIS